

EXHIBIT P

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 9, 2002 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.

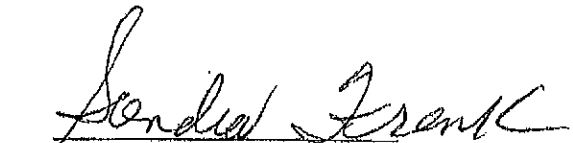
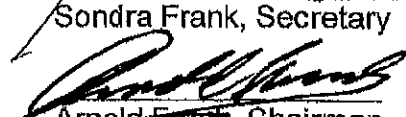
RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 9, 2002


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

BOARD OF DIRECTORS

-OF-

EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 9th day of September, 2002 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 9, 2002


Arnold Frank, Chairman


Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 8, 2003 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.

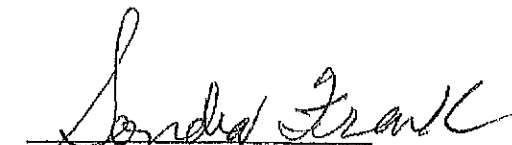
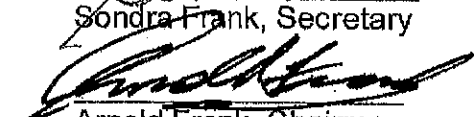
RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 8, 2003


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

BOARD OF DIRECTORS


-OF-

EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 8th day of September, 2003 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 8, 2003


Arnold Frank, Chairman


Sondra Frank, Secretary

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

BOARD OF DIRECTORS

-OF-

EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 13th day of September, 2004 at 4:00 o'clock in the afternoon, and we do further consent to

the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 13, 2004


Arnold Frank, Chairman


Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 13, 2004 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.

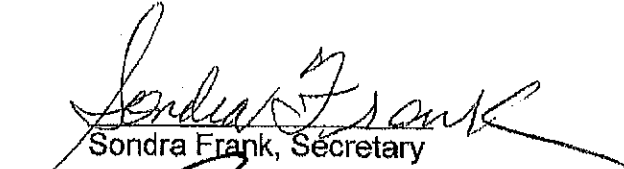

RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 13, 2004


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 12, 2005 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.

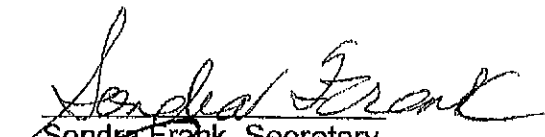
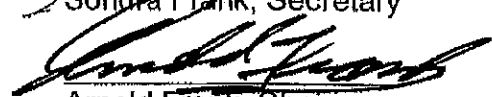
RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 12, 2005


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

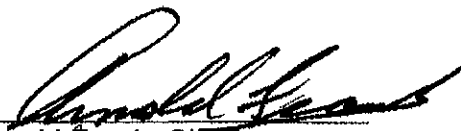

BOARD OF DIRECTORS

-OF-

EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 12th day of September, 2005 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 12, 2005


Arnold Frank, Chairman

Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 11, 2006 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.


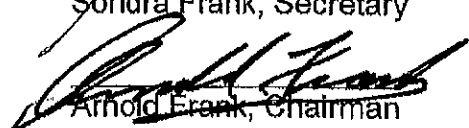
RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, Vice President and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 11, 2006


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

BOARD OF DIRECTORS

-OF-

EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 11th day of September, 2006 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 11, 2006


Arnold Frank, Chairman


Sondra Frank, Secretary

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

BOARD OF DIRECTORS

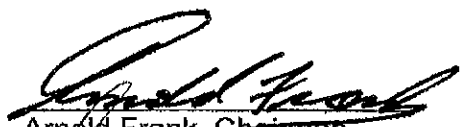
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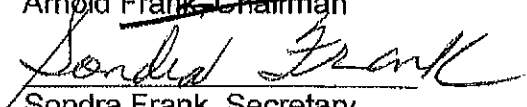
EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 10th day of September, 2007 at 4:00 o'clock in the afternoon, and we do further consent to

the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 10, 2007


Arnold Frank, Chairman


Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 10, 2007 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, President and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.

RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, President and Compliance Officer and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 10, 2007


Sondra Frank, Secretary


Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

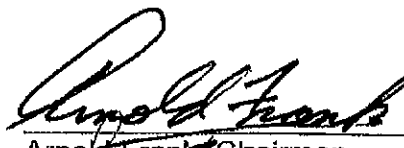
BOARD OF DIRECTORS

-OF-

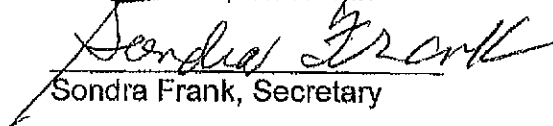
EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 8th day of September, 2008 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 8, 2008



Arnold Frank, Chairman



Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 8, 2008 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
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- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

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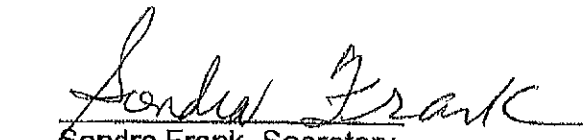
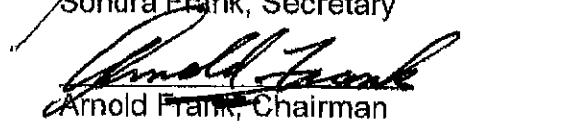
RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, President and Compliance Officer and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 8, 2008


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING

-OF-

EXETER HOLDING LTD.

BOARD OF DIRECTORS

-OF-

EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 14th day of September, 2009 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 14, 2009


Arnold Frank, Chairman


Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 14, 2009 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, President and Compliance Officer and Secretary, respectively, of the Corporation
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The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

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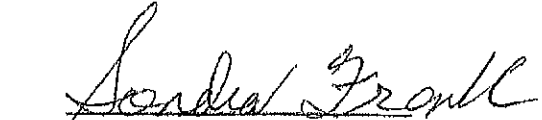
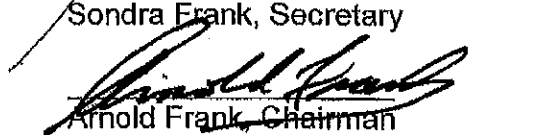
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RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 14, 2009


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
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EXETER HOLDING LTD.

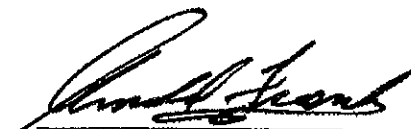
BOARD OF DIRECTORS

-OF-

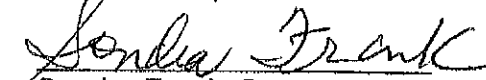
EXETER HOLDING LTD.

The undersigned, being all of the Directors of the above named corporation ("the Corporation") do hereby waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Corporation, and consent that the meeting be held at 131 Jericho Turnpike, Jericho, New York 11753 on the 13th day of September, 2010 at 4:00 o'clock in the afternoon, and we do further consent to the transaction of any business which may properly come before the meeting.

Dated : Jericho, New York
September 13, 2010



Arnold Frank, Chairman



Sondra Frank, Secretary

MINUTES OF THE ANNUAL JOINT MEETING
OF THE STOCKHOLDERS AND DIRECTORS

-OF-

Exeter Holding Ltd.

A meeting of the Stockholders and the Board of Directors was held at 131 Jericho Turnpike, Jericho, New York 11753 on September 13, 2010 at 4:00 o'clock in the afternoon.

There were present:

ARNOLD FRANK

SONDRA FRANK

Constituting a quorum of the Board of Directors and Stockholders.

ARNOLD FRANK acted as Chairman of the meeting and
SONDRA FRANK acted as Secretary of the meeting.

The Chairman ordered that a waiver of notice of the time, place and purposes of the meeting signed by all the directors and stockholders, be annexed to the minutes of the meeting. The Secretary then presented to the meeting the following proposals:

- 1) That ARNOLD FRANK be reelected Director of the Corporation.
- 2) That ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, President and Compliance Officer and Secretary, respectively, of the Corporation
- 3) That the corporation continue in it's operation of it's business
- 4) That any and all actions taken by the corporation since its last meeting be ratified and confirmed.

The proposals were taken up for consideration, and upon motions duly made, seconded and unanimously carried, it was:

RESOLVED, That Arnold Frank be reelected as director.

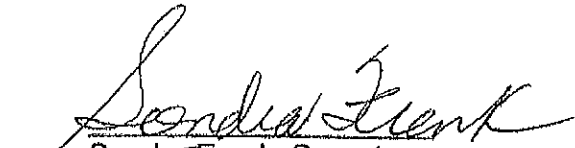
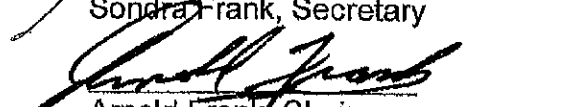
RESOLVED, that ARNOLD FRANK, LINDA HALTMAN and SONDRA FRANK be reelected Chairman, President and Compliance Officer and Secretary, respectively

RESOLVED, that the Corporation continue in the operation of its business

RESOLVED that any and all actions taken by the Corporation since the last meeting be and the same are hereby ratified and confirmed.

There being no further business, the meeting was duly adjourned.

DATED: Jericho, New York
September 113, 2010


Sondra Frank, Secretary

Arnold Frank, Chairman

Documents annexed hereto:
Waiver of Notice